

EXHIBIT 5

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2 IN THE UNITED STATES BANKRUPTCY COURT
3 SOUTHERN DISTRICT OF NEW YORK
4 Chapter 11
5 CASE NO. 08-13555 (JMP)
6 Jointly Administered

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6 IN RE: LEHMAN BROTHERS
7 HOLDINGS, INC. et al.

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Debtors,

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TRANSCRIPT OF
DEPOSITION OF PETER SHAPIRO

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TRANSCRIPT of the stenographic
notes of the proceedings in the
above-entitled matter, as taken by and
before TAB PREWETT, a Registered
Professional Reporter, a Certified
Shorthand Reporter, a Certified LiveNote
Reporter, and Notary Public, held at the
Offices of JONES DAY, 222 East 41st Street,
New York, New York, on Wednesday, March 5,
2014, commencing at 10:15 a.m.

1 Peter Shapiro

2 Q And did you recommend any other
3 individuals?

4 A I may have discussed them.

5 Q Who do you recall?

6 A I'm not recalling.

7 Q Okay. Do you recall where else
8 you suggested they might look for experts?

9 A You know, I recall generally
10 saying that I thought the best thing would
11 be to have somebody who would provide a
12 good balance to my expertise by having
13 somebody who had recent dealer experience.

14 Q Because that was something you
15 were lacking?

16 A Yes, because I haven't been on
17 the dealer side, you know, as you have gone
18 over, since 1993, which is a little while
19 ago.

20 Q And the market was relatively
21 young at that point?

22 A Correct.

23 Q In your last deposition, Jay
24 asked a couple of questions about the
25 market quotation process that you did in

1 Peter Shapiro

2 March of 2009 relating to the Washington

3 RFA.

4 Do you recall that?

5 A Yes.

6 Q And you had indicated that you
7 weren't able to obtain anything either
8 actionable or indicative in terms of quotes
9 at that time?

10 A Right.

11 Q And you said you also didn't
12 retain any records relating to that
13 process?

14 A Right.

15 Q You also ran a market quotation
16 process for Tobacco New York; is that
17 correct?

18 A Yes, for New York State Tobacco
19 Securitization Financing Corporation.

20 Q And do you recall the results
21 of that market quotation process?

22 A No -- no bid, you know, no
23 quotes.

24 Q Do you recall whether you kept
25 records of that process?

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CERTIFICATE

I, TAB PREWETT, A Registered Professional Reporter, Notary Public, Certified LiveNote Reporter, and Certified Shorthand Reporter, do hereby certify that prior to the commencement of the examination PETER SHAPIRO was sworn by the notary public to testify the truth, the whole truth and nothing but the truth.

I DO FURTHER CERTIFY that the foregoing is a true and accurate transcript of the testimony as taken stenographically by and before me at the time, place and on the date hereinbefore set forth.

I DO FURTHER CERTIFY that I am neither a relative nor employee nor attorney nor counsel of any of the parties to this action, and that I am neither a relative nor employee of such attorney or counsel, and that I am not financially interested in the action.

Notary Public

My Commission expires February 9, 2019
Dated: March 16, 2014